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ILLINOIS COMMERCE COMMISSION

ORIGINAL

ILLINOIS
COMMERCE COMMISSION

May 15 9 56 AM '00

(File Original and 3 copies)

CHIEF CLERK'S OFFICE
Docket No. 00-0352
ICC Office Use Only

Please provide the appropriate information in the () areas in the heading below.

(Applicant's Name) :
COMTECH 21, LLC :
Application for a certificate of :
(local or interexchange) authority :
to operate as a (reseller or facilities :
based carrier) of telecommunications :
services in (list specific area) in the :
State of Illinois. :

**APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER**
(Use additional sheets as necessary.)

GENERAL

1. Applicant's Name(including d/b/a, if any) FEIN # 06-1574057
COMTECH 21, LLC
Address: Street One Barnes Park South
City Wallingford State/Zip CT 06492
2. Authority Requested: (Mark all that apply) ☐ 13-403 ☐ 13-404 ☐ 13-405
3. Request for waivers/variances: In applications for exchange service authority under Sections 13-404 or 13-405, waivers of Part 710 and of Section 735.180 of Part 735 are generally requested. In applications for interexchange service authority under Sections 13-403 and 13-404, waivers of Part 710 and Part 735 are generally requested. Please indicate which waivers Applicant is requesting.
☒ Part 710 ☐ Part 735 ☒ Section 735.180 ☐ Other
4. In what area of the state does the Applicant propose to provide service?
Illincis
5. Please attach a sheet designating contact persons to work with Staff on the following:
 - a) issues related to processing this application
 - b) consumer issues

Contact persons to work with Staff on the following :

Issues related to processing this application
“Tariff” and pricing issues

Marian Di Nicola
One Barnes Park South
Wallingford, CT 06492
(203)679-7392
E-mail mdinicola@Profitecinc.com

Consumer issues
Customer complaint resolution
Technical and service quality issues
9-1-1 issues
Security/law enforcement

Barbara Turcotte
One Barnes Park South
Wallingford, CT 06492
(203) 679-7245
E-mail bturcotte@Profitecinc.com

- c) customer complaint resolution
- d) technical and service quality issues
- e) "tariff" and pricing issues
- f) 9-1-1 issues
- g) security/law enforcement

Please identify each contact person's (i) name, (ii) title, (iii) mailing address, (iv) telephone number, (v) facsimile number, and (vi) e-mail address, if any.

6. Please check type of organization?

☐ Individual
☐ Partnership
☒ X Corporation
 Date corporation was formed 02-22-2000
 In what state? Delaware
☐ Other (Specify) _____

7. Submit a copy of articles of incorporation and a copy of certificate of authority to transact business in Illinois.

8. List jurisdictions in which Applicant is offering service(s).

Pending	

9. Has the Applicant, or any principal in Applicant, been denied a Certificate of Service or had its certification revoked or suspended in any jurisdiction in this or another name?

 YES (Please provide details) X NO

10. Have there been any complaints against the Applicant in any other jurisdiction?

 YES X NO

If YES, describe fully. _____

11. Will the Applicant keep its books and records in Illinois? _____ YES _____ NO
If NO, permission pursuant to 83 Ill. Adm Code Part 250 needs to be requested.

MANAGERIAL

12. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in either narrative form, resumes of key personnel, or a combination of these forms.

13. List officers of Applicant.

Richard Minervinc SR

Marie Marcarelli

Form **LLC-45.5**

January 1999

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 359, Howlett Building
Springfield, IL 62756
http://www.sos.state.il.us

Payment must be made by certified
check, cashier's check, Illinois
attorney's C.P.A.'s check or money or-
der, payable to "Secretary of State."

Illinois
Limited Liability Company Act

Application for Admission to Transact Business

Submit in Duplicate

Must be typewritten

This space for use by Secretary or State

Date 5-3-2000Assigned File # 0041-067-5

Filing Fee \$400

Penalty \$

Approved: JB \$This space for use by
Secretary of State**FILED****MAY 03 2000**

LIMITED LIABILITY CO. DIV.
JESSE WHITE
SECRETARY OF STATE

1. Limited Liability Company name: COMTECH 21, LLC
(Must comply with Section 1-10 of ILLCA or article 2 below applies.)
2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is: _____
(If applicable, a form LLC-1.20, Application to Adopt an Assumed Name, is required to be completed and attached to this application.)
3. Federal Employer Identification Number (F.E.I.N.): 06-1574057
4. Jurisdiction of Organization: Delaware
5. Date of Organization: 02-22-2000
6. Period of Duration: Perpetual
(See #14 on back)
7. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):
- One Barnes Park Scuth
(Number) (Street) (Suite)
Wallingford, CT 06492 New Haven
(city/state) (ZIP Code) (County)
8. Registered agent: Illinois Corporation Service Company
(First Name) (Middle Name) (Last Name)
- Registered Office: 700 Scuth Seccd Street
(Number) (Street) (Suite #)
- (P.O. Box or c/o are unacceptable) Springfield Sangamon Illinois 62704
(City) (County) (ZIP Code)
9. The date on which this foreign LLC first did business in Illinois: upon qualification

LLC-45.5

10. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

Resale of telecommunications service

11. The limited liability company is managed by:
☒ manager(s)
☐ vested in member(s)
12. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.
13. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.
14. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.
15. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated April 13th, 2000
(Month/Day) (Year)

Marie Marcarelli
(Signature)
(Signature must comply with Section 5-45 of ILLCA)
Marie Marcarelli, Manager
(Type or print name and title)

(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

State of Delaware

PAGE 1

Office of the Secretary of State

RECEIVED
OFFICE OF THE SECRETARY OF STATE
STATE OF TENNESSEE

00 APR 26 AM 10:21

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMTECH 21, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMTECH 21, LLC" WAS FORMED ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

3180359 8300

AUTHENTICATION: 0399222

001208666

DATE: 04-25-00

COMTECH 21, LLC

PRESIDENT/CEO/CHAIRMAN OF BOARD OF DIRECTORS: RICHARD MINERVINO, SR.

Mr. Richard Minervino, SR currently serves as President, CEO and Chairman of the Board of Directors of COMTECH 21, LLC. Mr. Minervino has formed several companies in which from 1977 through 1992 have under Mr. Minervino's directions developed a series of sophisticated telecommunications monitoring, network design and cost reduction packages and have also engaged in the resale of their telecommunications services including cellular and long distance billing.

From 1964 to 1979, Mr. Minervino was President of Communications Management Services Corporation and served as a communications consultant. In both of these capacities, he concentrated on developing devices and systems for cost control and reduction to communications expenses.

From 1952 to 1964, Mr. Minervino served with the Southern New England Telephone Company in various technical and sales/marketing positions.

VICE PRESIDENT/SECRETARY/DIRECTOR: MARIE MARCARELLI

Ms. Marcarelli currently serves as Vice President and Secretary of COMTECH 21, LLC. In said position she has responsibility for establishing methods and procedures for all products and services, as well as developing, administering and negotiating client contract. She is also responsible for field operating methods, procedures and manuals, production and updating of the Companies plans, serves as an assistant to the president and has supervisory responsibilities for matters regarding utility inter-and intra-state regulatory procedures.

From 1988 through 1989, she served Mr. Minervino's other companies as director of administration. Ms. Marcarelli was employed from 1972 to 1987 by Southern New England Telephone and SNET Systems.

Ms. Marcarelli attended Albertus Magnus College and is currently attending Central Connecticut State University where she is studying for her Bachelor of Science Degree in business and economics.

DIRECTOR OF ADMINISTRATION: SONJA JOHNSON - BYERS

Ms. Johnson-Byers currently serves as Director of Administration for COMTECH 21, LLC. In said position, she has responsibility dealing with Provisioning, Customer Care and Revenue and Assurance and day to day administration duties.

Ms. Johnson -- Byers worked for SNET for twenty (20) years and has kept in the telecommunications for twenty-six (26) years.

14. Does any officer of Applicant have an ownership or other interest in any other entity which has provided or is currently providing telecommunications services? ____ YES X NO

If YES, list entity. _____

15. How will Applicant bill for its service(s)? _____

16. How does Applicant propose to handle service, billing, and repair complaints?

17. Will personnel be available at Applicant's business office during regular working hours to respond to inquiries about service or billing? X YES ____ NO

18. What telephone number(s) would a customer use to contact your company?

(203) 679-7000

19. What are your procedures to prevent unauthorized "slamming" of customers?

20. If granted authority to operate as a local exchange carrier, will the applicant abide by the following 83 Illinois Administrative Code Parts: 705, 710, 720, 725, 735, 755, 756, 757, 770, and 772?

X YES ____ NO (If no, please provide an explanation.)

21. Will the applicant sign and return membership forms to the Universal Telephone Assistance Corporation and the Illinois Telecommunications Access Corporation? X YES ____ NO

FINANCIAL

22. Please attach evidence of applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service.

TECHNICAL

23. Does Applicant utilize its own equipment and/or facilities? ____ YES X NO

If YES, please list: _____

COMTECH 21, LLC will bill for its services as follows:

Unless otherwise arranged in writing by both the Customer and Carrier, the Subscriber shall be obligated to pay all charges as invoiced upon receipt of bill. The Subscriber agrees to pay all charges within 30 days of the date of the invoice.

All current charges not paid within 30 days of the date on the invoice shall be considered overdue and shall be assessed a 1.5% per month (or part thereof) finance charge. Payments made by the Customer to the Carrier will be credited against the oldest charges outstanding.

Billing complaints will be handled as follows:

Any charges not disputed the Subscriber in writing by Certified Mail within twenty (20) days following the date on the invoice shall be considered acceptable (noncontestable) by the Subscriber. All bills are presumed accurate, and the responsibility for payment of any usage reported by the Primary Carrier as attributed to the Customer shall be absolutely binding on the Subscriber. The Carrier will initiate an investigation of the disputed usage and/or charges. If an objection (contested charges) is received by the carrier within twenty days after the date on the invoice, and in the case of a billing dispute which cannot be settled with mutual satisfaction between the Subscriber and the Carrier, the Subscriber can take the following course of action within 30 days of the billing date.

First, the subscriber may request, and the Carrier will provide, an in-depth written review of the disputed amount or usage.

Second, if there is still a disagreement about the disputed amount after the investigation and review by a manager of the Carrier, the Subscriber may file an appropriate complaint with the Illinois Commerce Commission.

COMTECH 21, LLC's Customer Service area handles service and repair issues from the Customers. If problems cannot be resolved, the problem will be escalated to a Manager for completion. Customer Service toll free telephone number is 1-877-312-5564.

Prevention of unauthorized "slamming" of customers.

COMTECH 21, LLC is a reseller of long distance services. COMTECH 21, LLC has not been the subject of investigation for unauthorized switching of a customers' long distance service from one Carrier to another. COMTECH 21, LLC requires third party verification signatures of LOA's and automated or live third party verifications on requests to change a customer's presubscribed long distance carrier.

COMTECH21 LLC

DETAILED PROJECTED CASH FLOW FROM OPERATIONS

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	TOTAL
REVENUES:						
COMTECH21 TELEMARKETING	\$ 8,416,500	\$ 24,366,000	\$ 24,180,000	\$ 25,389,000	\$ 26,658,450	\$ 109,009,950
COMTECH21 FRANCHISE	\$ 640,000	\$ 16,650,000	\$ 33,000,000	\$ 34,650,000	\$ 36,382,500	\$ 121,322,500
					9,056,500	
TOTAL REVEUES:		41,016,000	57,180,000	60,039,000	63,040,950	230,332,450
EXPENSES:						
SELLING & MARKETING						
PAYROL & RELATED EXPENSES	105,737	167,131	208,914	261,142	326,428	1,069,351
COMMISSIONS	543,390	2,460,960	3,430,800	3,602,340	3,782,457	13,819,947
MARKETING MATERIALS	10,000	12,500	25,000	27,500	30,250	106,250
ADVERTISING	37,500	46,875	60,000	66,000	72,600	282,975
PUBLIC RELATIONS	45,000	56,250	60,000	66,000	72,600	299,860
MAILING & POSTAGE EXPENSES	5,000	6,250	15,000	16,500	18,150	60,900
TELEMARKETING	906,750	1,302,000	1,302,000	1,367,100	1,435,455	6,313,305
TRANING EXPENSES	14,063	11,250	11,250	12,375	13,613	62,550
SUPPLIES & EQUIPTMENT	5,000	5,000	5,000	5,500	6,050	26,550
TOTAL SELLING & MARKETING	1,672,439	4,068,216	5,117,964	5,424,457	5,757,602	22,040,678
DATA PROCESSING COSTS						
PAYROLL & RELATED EXPENSES	90,938	148,255	259,446	454,030	794,553	1,747,222
DATABASE EXPENSES	20,750	20,250	22,500	24,750	27,225	115,475
TOTAL DATA PROCESSING COSTS:	111,688	168,505	281,946	478,780	821,778	1,862,697

COMTECH21 LLC

GENERAL & ADMINISTRATIVE:						
WHOLESALE CARRIER CHARGES	4,912,600	26,753,300	40,026,00	42,027,300	44,128,665	157,847,865
PAYROLL & RELATED EXPENSES	245,909	778,205	1,361,858	1,566,137	1,801,057	5,753,165
OFFICE SUPPLIES & EXPENSES	43,956	264,612	319,506	361,457	386,602	1,366,133
PROFESSIONAL FEES	14,400	14,400	30,000	33,000	36,300	128,100
EQUIPMENT	14,700	61,950	60,000	72,600	72,600	281,860
OCCUPANCY	20,331	114,155	120,000	132,000	145,200	531,606
INSURANCE	8,001	13,362	16,750	18,425	20,268	76,805
TELEPHONE & COMMUNICATIONS	9,000	22,500	28,125	28,125	35,156	122,906
REPAIRS & MAINTENANCE	2,625	6,000	6,000	6,600	7,260	28,485
TOTAL GENERAL & ADMINISTRATIVE:	5,271,522	28,028,483	41,968,239	44,235,643	46,633,108	166,136,996
TOTAL EXPENSES:	7,055,649	32,265,204	47,368,148	50,138,880	53,212,488	190,040,370
NET CASH FLOW:	2,000,851	8,750,796	9,811,862	9,900,120	9,828,462	40,292,060

COMTECH 21, LLC

PROJECTED FIVE YEAR BALANCE SHEET

ASSETS:	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
CASH AND CASH EQUIVALENT	\$1,289,202	\$ 5,071,101	\$ 8,637,210	\$ 11,966,032	\$ 14,973,794
ACCOUNTS RECEIVABLE	2,173,506	9,843,840	13,723,200	14,409,360	15,129,828
TOTAL ASSETS	3,462,762	14,914,941	22,360,410	26,375,392	30,103,622
LIABILITIES AND EQUITY:					
ACCOUNTS PAYABLE & ACCRUED EXPENSES	2,187,251	8,388,953	9,947,311	8,022,221	5,863,374
TOTAL CURRENT LIAB'S	2,187,251	8,388,953	9,947,311	8,022,221	5,863,374
EQUITY					
COMMON STOCK	75,000	75,000	75,000	75,000	75,000
RETAINED EARNINGS	1,200,511	6,450,988	123,338,099	18,278,171	24,175,248
TOTAL EQUITY	1,275,511	6,525,988	12,413,099	18,353,171	24,250,248
TOTAL LIAB'S EQUITY	3,462,762	14,914,941	22,360,410	26,375,392	30,103,622

COMTECH 21, LLC

PROJECTED FIVE YEAR INCOME STATEMENT

TOTAL REVENUES	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
OPERATING EXPENSES					
SELLING & MARKETING	1,672,439	4,068,216	5,117,964	5,424,457	5,757,602
DATA PROCESSING	111,688	168,505	281,946	478,780	821,778
GENERAL & ADMINISTRATION	5,271,522	28,028,483	41,968,239	44,235,643	46,633,108
TOTAL OPERATIONG EXPENSE	7,055,649	32,265,204	47,138,880	50,138,880	53,212,488
OPERATING CASH FLOW	22,000,851	8,750,796	9,811,862	9,900,120	9,828,462
PROVISION FOR TAXES	-800,340	-3,500,318	-3,924,741	-3,924,741	-3,931,385
NET INCOME	1,200,511	5,250,478	5,887,111	5,940,072	5,897,077
RETAINED EARNING - BEG.	0	1,200,511	6,450,988	12,338,09	18,278,171
RETAINED EARNING - ENDING	1,200,511	6,450,988	12,338,099	18,278,171	24,175,248
ASSUMPTIONS:					
1. 40% TAX RATE ASSUMED FOR ALL YEARS (/FED. & STATE COMBINED)					
2. NET ACCOUNTS RECEIVED EQUALS 24% OF NET ANNUAL REVENUE					
3. ACCOUNTS PAYABLE AND ACCRUED EXPENSES EQUAL TO 31% OF TOTAL OPERATING					
EXPENSES IN YEAR ONE, DECREASING BY 5% PER YEAR.					
4. NO DIVIDENDS DECLARED OR PAID.					
5. NON-CASH ITEMS NOT ADDRESSED IN INCOME STATEMENT:					
- DEPRECIATION - AMORTIZATION					
6. INTEREST INCOME AND EXPENSE NOT INCLUDED.					

If NO, which facility provider(s)'s services does Applicant use?

24. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, local service).

Resale of Telecommunications Service

25. Will technical personnel be available at all times to assist customers with service problems?

X YES NO

26. If Applicant intends to provide payphone service, will the equipment utilized comply with FCC requirements and Finding (9) of the Commission Order entered in Docket No. 84-0442 on June 11, 1986, including, but not limited to: (a) touch dialing; (b) access to 9-1-1 and "0" operator dialing without use of a coin; (c) rules governing use of payphones by disabled persons; (d) ability to complete local and long-distance calls; (e) unlimited duration for local calls; and (f) a message explaining the telephone's general operations, dialing instructions for emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls? YES NO Not Applicable

Marie Marcarelli
(Signature of Applicant)

Marie Marcarelli, Manager

VERIFICATION

This application shall be verified under oath.

OATH

State of CONNECTICUT)
)ss
County of NEW HAVEN)

Marie Marcarelli makes oath and says that he is Manager
(Insert here the name of affiant) (Insert the official title of the affiant)
of COMTECH 21, LLC
(Insert here the exact legal title or name of the Applicant)

that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above-named applicant in respect to each and every matter set forth therein.

Marie Marcarelli
(Signature of affiant)

Marie Marcarelli, Manager

Subscribed and sworn to before me, a Notary Public/ Laura S. Michnowski
(Title of person authorized to administer oaths)

in the State and County above named, this 24th day of May, 2000.

Laura S. Michnowski
(Signature of person authorized to administer oath)

Commission Expires 8-31-2002